

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re FTX Trading Ltd., et al.,)
) Chapter 11
)
Debtors.) Case No. 22-11068 (KBO)
) (Jointly Administered)
)

NOTICE OF TRANSFER OF EQUITY INTEREST

Transferee hereby gives evidence and notice of the transfer of the equity interest referenced in this evidence and notice.

CERATOSAURUS INVESTORS, L.L.C.

Name of Transferee

Name and Address where notices to transferee should be sent:

Ceratosaurus Investors, L.L.C.
c/o Farallon Capital Management, L.L.C.
One Maritime Plaza, Suite 2100
San Francisco, CA 94111
Attn: Michael Linn
E-mail: MLinn@FarallonCapital.com;
loanops@FarallonCapital.com

GRACE SOFTWARE HOLDINGS III, LLC

Name of Transferor

Name and Address where notices to transferors should be sent:

1114 Avenue of the Americas
36th Floor
New York, NY 10036
Attention: Legal Notices
Email: legalnotices@insightpartners.com

With a copy to:

Willkie Farr & Gallagher LLP
787 Seventh Avenue
New York, NY 10019
Attention: Matthew Haddad, Stephanie
Moran, Joseph Minias
Email: mhaddad@willkie.com,
smoran@willkie.com, jminias@willkie.com

Type and Amount of Interest Transferred:

West Realm	FTX	FTX	West Realm	FTX	FTX
Shires Inc.	Trading Ltd	Trading Ltd Series	Shires Inc.	Trading Ltd.	Trading Ltd.
Series A	Series B	B-1	Class A	Ltd.	Series C
Preferred	Preferred	Preferred	Common	Common	Preferred
Grace Software Holdings III, LLC	1,458,796.00	-	-	2,319,000.00	-

Grace Software Holdings III, LLC 1,458,796.00 - - 2,319,000.00 -

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

Transferee

CERATOSAURUS INVESTORS, L.L.C.

By: Farallon Capital Management, L.L.C., Its Manager

DocuSigned by:
By: Michael G linn
Name: Michael G Linn
Title: Managing Member

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EVIDENCE OF TRANSFER OF EQUITY INTEREST

TO: United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”) and FTX Trading Ltd. and its affiliated debtors and debtors in possession (the “Debtor”)

In re FTX Trading Ltd., et al., Case No. 22-11068 (KBO) (the “Bankruptcy Cases”)

For value received, the adequacy and sufficiency of which are hereby acknowledged, Grace Software Holdings III, LLC (“Transferor”) hereby unconditionally and irrevocably sells, transfers and assigns unto Ceratosaurus Investors, L.L.C. (the “Transferee”) an undivided 100% share of Transferor’s right, title, interest, claims and causes of action in and to, or arising under or in connection with, Transferor’s preferred and common equity interests as set forth below, that was asserted against the Debtor or may be asserted against the Debtor and its non-debtor affiliates (collectively, “FTX”) and any and all other proofs of interest filed by Transferor with the Bankruptcy Court in respect of the foregoing preferred and common equity interests.

		FTX		FTX	
West Realm	FTX	Trading	West Realm	FTX	Trading
Shires Inc.	Trading Ltd	Ltd Series	Shires Inc.	Trading	Ltd.
Series A	Series B	B-1	Class A	Ltd.	Series C
Preferred	Preferred	Preferred	Common	Common	Preferred
Grace Software Holdings III, LLC	1,458,796.00	-	-	2,319,000.00	-

Transferor hereby waives any objection to the transfer of the equity interest to Transferee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as might be imposed by the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Transferor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Transferor transferring to Transferee the foregoing equity interest and recognizing Transferee as the sole owners and holders of the equity interest. Transferor further directs the Debtor, the Bankruptcy Court, and all other interested parties that all further notices relating to the equity interest, and all payments or distributions of money or property in respect of the equity interest, are to be delivered or made to Transferee.

IN WITNESS WHEREOF, each of the undersigned have duly executed this Evidence of Transfer of Interest by their duly authorized representative dated August 15, 2025.

TRANSFeree

CERATOSAURUS INVESTORS, L.L.C.

By: Farallon Capital Management, L.L.C., Its Manager

By: 
Name: Michael G Linn
Title: Managing Member

TRANSFEROR

Grace Software Holdings III, LLC

By: Insight Associates XII, L.P., the Manager

By: Insight Associates XII, Ltd., its General Partner

By: _____
Name: Andrew Prodromos
Title: Authorized Officer

IN WITNESS WHEREOF, each of the undersigned have duly executed this Evidence of Transfer of Interest by their duly authorized representative dated August 15, 2025.

TRANSFeree

CERATOSAURUS INVESTORS, L.L.C.
By: Farallon Capital Management, L.L.C., Its
Manager

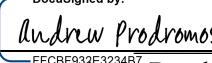
By: _____
Name: Michael G Linn
Title: Managing Member

TRANSFEROR

Grace Software Holdings III, LLC

By: Insight Associates XII, L.P., the
Manager

By: Insight Associates XII, Ltd., its General
Partner

By: 

Name: Andrew Prodromos
Title: Authorized Officer